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To:

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Fax Number : (850)205-0380

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number: 071001002335 : (305)599-0839 Phone

Fax Number

: (305)716-0346

BASIC AMENDMENT

PIETRO BORGIA CORPORATION

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

November 18, 2004

PIETRO BORGIA CORPORATION 4756 WALDEN CIR # 612 ORLANDO, FL 32811-7156

SUBJECT: PIETRO BORGIA CORPORATION

REF: PG4000152290

We received your electronically transmitted document. However, the document has not been filed. Flease make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be adopted in one of the following manners:

- (1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.
- (a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-
- (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.
- (2) If an amendment was adopted by the incorporators or board of directors without shareholder action.
- (a)A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown Document Specialist FAX Aud. #: H04000229992 Letter Number: 204A00065764

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

PIETRO BORGIA CORPORATION

PO4000 (52290)

(present name)

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII-STOCK SUBSCRIBERS

NAME: Marcio Sborgi

NAME: Sergio Sanchez Sborgi

ARTICLE VIII-OFFICERS

NAME: Marcio Sborgi

President

NAME: Sergio Sanchez Sborgi

Secretary/Treasurer

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD:	The date of each amendment's adoption: No	vember 16, 2004		
FOURTE	: Adoption of Amendment(s) (CRECK ONE)			
ä	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.			
		mendment(s) was/were approved by the shareholders through voting groups. bliowing statement must be separately provided for each voting group entitled to vote ately on the amendment(s):		
"The number of votes cast for the amendment(s) was/were sufficient for approval by" (voting group)				
_				
Ų	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
1	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
,	Signed this 16th day of November	2004		
Signature	Rowing No RAMON	<u> </u>		
(1) by the Chairman of Vica Chairman of the Board of Directors. President or other officer if adopted by the simeholdery)				
	√ OR			
(By a director if adopted by the directors)				
OR.				
(By an incorporator if adopted by the incorporators)				
Barry N. Brumer				
(Typed or printed name)				
Incorporator				
(T(i z)				